

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

(Jointly Administered)

Objection Deadline: March 19, 2012 at 4:00 p.m.

Hearing Date: June 18, 2012 at 9:00 a.m.

**ELEVENTH QUARTERLY FEE APPLICATION OF SAUL EWING LLP,
CO-COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY
SECURITY HOLDERS, FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR THE PERIOD
FROM OCTOBER 1, 2011 THROUGH DECEMBER 31, 2011**

Name of Applicant: Saul Ewing LLP

Authorized to Provide
Professional Services to: The Official Committee of Equity Security Holders

Date of Retention: May 18, 2009 *nunc pro tunc*

Period for which compensation
and reimbursement is sought: October 1 through December 31, 2011

Amount of fees to be approved
as actual, reasonable and necessary: \$30,010.50

Amount of expenses sought as
actual, reasonable and necessary: \$283.15

This is a(n): x interim final application.

The total time expended for the preparation of this application will be included in the next interim fee application.

Prior Monthly Applications for the period October 1, 2011 through December 31, 2011:

<u>Date Filed and Docket No.</u>	<u>Time Period</u>	<u>Requested Fees/ Expenses</u>	<u>Approved Fees/ Expenses</u>	<u>CNO/ Docket No.</u>
September 2, 2011 [27556]	July 1, 2011 through July 31, 2011	\$11,115.00 \$94.44	\$8,892.00 \$94.44	9/28/11 [27676]
September 29, 2011 [27688]	August 1, 2011 through August 31, 2011	\$10,712.00 \$149.46	\$8,569.60 \$149.46	10/21/11 [27802]
October 26, 2011 [27828]	September 1, 2011 through September 30, 2011	\$7,943.00 \$115.90	\$6,354.40 \$115.90	11/17/11 [27990]
November 29, 2011 [28044]	October 1, 2011 through October 31, 2011	\$11,661.00 \$158.62	\$9,328.80 \$158.62	12/21/11 [28196]
January 10, 2012 [28341]	November 1, 2011 Through November 31, 2011	\$10,874.50 \$31.80	\$8,699.60 \$31.80	1/10/12 [28341]
February 9, 2012 [28492]	December 1, 2011 Through December 31, 2011	\$7,475.00 \$92.73		O/D 2/29/12

**SUMMARY OF TIME FOR BILLING PERIOD
DECEMBER 1, 2011 THROUGH DECEMBER 31, 2011**

Name, Position, Year Admitted	Hourly Billing Rate	Total Billed Hours	Total Compensation
Teresa K.D. Currier Shareholder; admitted DE 1992 and PA 1985	\$650	40.8	\$26,520.00
Tracy B. Buck Legal Assistant	\$195	17.9	\$3,490.50
TOTAL		58.7	\$30,010.50

**SUMMARY OF TIME BY PROJECT CATEGORY FOR BILLING PERIOD
OCTOBER 1, 2011 THROUGH DECEMBER 31, 2011**

Project Category	Total Hours	Total Fees
Asset Disposition	2.9	\$1,885.00
Case Administration	28.3	\$18,076.50
Committee: Creditors', Noteholders' or Equity Holders'	3.8	\$2,470.00
Fee Applications/Applicant	10.7	\$2,723.50
Fee Applications/ Others	11.1	\$3,620.50
Hearings	0.4	\$260.00
Plan and Disclosure Statement	1.5	\$975.00
TOTAL	58.7	\$30,010.50

**SUMMARY OF EXPENSES BY CATEGORY FOR BILLING PERIOD
OCTOBER 1, 2011 THROUGH DECEMBER 31, 2011**

Expense Category	Total Expenses
Docket Entry	\$20.40
Federal Express	\$207.65
Messenger Service	\$7.50
Photocopying	\$47.60
TOTAL	\$283.15

The foregoing summaries are submitted to the Court pursuant to the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members dated April 17, 2002 (the "Amended Administrative Order").

Pursuant to the Amended Administrative Order, Saul Ewing LLP respectfully requests that, for the period October 1, 2011 through December 31, 2011, it be allowed the total amount of fees of \$30,010.50 and expenses in the total amount of \$283.15.

SAUL EWING LLP

By: 

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Co-Counsel to the Official Committee of
Equity Security Holders

Dated: February 27, 2012